

A certified copy of the articles of incorporation for this company is being obtained and will be shortly forwarded to the Commission.

Articles of Incorporation

for

GTE Mobilnet of Clarksville Incorporated

A certified copy of the articles of incorporation for this company is being obtained and will be shortly forwarded to the Commission.

Articles of Incorporation

for

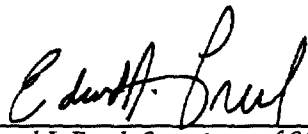
GTE Mobilnet of Florence, Alabama Incorporated

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "FLORENCE CELLULAR TELEPHONE COMPANY, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF APRIL, A.D. 1987, AT 10 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2124908 8100

981371961

AUTHENTICATION:

9321826

DATE:

09-25-98

727120038

FILED

APR 30 1987

10 Apr

[Signature]
SECRETARY OF STATE

21249-08

CERTIFICATE OF INCORPORATION
OF

FLORENCE CELLULAR TELEPHONE COMPANY, INC.

1. The name of the corporation is:

FLORENCE CELLULAR TELEPHONE COMPANY, INC.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is one hundred thousand (100,000); all of such shares shall be without par value.

Any transfer of control of the corporation's stock shall be subject to prior approval of the Federal Communications Commission when required and any such transfers shall be subject to a majority vote of the corporation's stockholders.

The stockholders shall, upon the issue or sale of shares of stock of any class (whether now or hereafter authorized) or any securities convertible into such stock, have the right, during such period of time and on such conditions as the

board of directors shall prescribe, to subscribe to and purchase such shares, or securities in proportion to their respective holdings of stock, at such price or prices as the board of directors may from time to time fix and as may be permitted by law.

5A. The name and mailing address of each incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
K. L. Husfelt	1209 Orange Street Wilmington, Delaware 19801
J. A. Grodzicki	1209 Orange Street Wilmington, Delaware 19801
L. J. Johnston	1209 Orange Street Wilmington, Delaware 19801

5B. The name and mailing address of each person, who is to serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, is as follows:

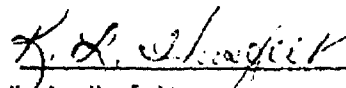
<u>NAME</u>	<u>MAILING ADDRESS</u>
Bill Welch	c/o Citizens Bank and Trust P.O. Box C Chillicothe, Missouri 64601
Lloyd Cleveland, Esq.	c/o Citizens Bank and Trust P.O. Box C Chillicothe, Missouri 64601
Ed Douglas	c/o Citizens Bank and Trust P.O. Box C Chillicothe, Missouri 64601
William Silva, Esq.	1825 K Street, N.W. Suite 510 Washington, D.C. 20006

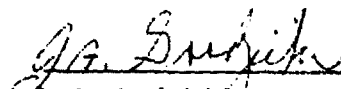
6. The corporation is to have perpetual existence.

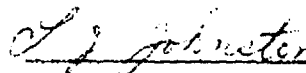
7. Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the by-laws of the corporation. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

8. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 30th day of April, 1987.


K. L. Husfelt


M. A. Grodzicki


L. J. Johnston

Articles of Incorporation

for

GTE Mobilnet of Florence, South Carolina Incorporated

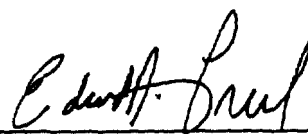
A certified copy of the articles of incorporation for this company is being obtained and will be shortly forwarded to the Commission.

Articles of Incorporation
for
GTE Mobilnet of Huntsville Incorporated

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "CROWLEY CELLULAR TELECOMMUNICATIONS HUNTSVILLE, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF AUGUST, A.D. 1988, AT 9 O'CLOCK A.M.





Edward J. Freel, Secretary of State

2169113 8100

981373660

AUTHENTICATION:

DATE:

9324011

09-28-98

FILED

CERTIFICATE OF INCORPORATION

AUG 10 1988

OF

Crowley Cellular Telecommunications Huntsville, Inc.

The undersigned, a natural person, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "General Corporation Law of the State of Delaware"), hereby certifies that:

FIRST: The name of the corporation (hereinafter called the "corporation") is

Crowley Cellular Telecommunications Huntsville, Inc.

SECOND: The address, including street, number, city, and county, of the registered office of the corporation in the State of Delaware is 229 South State Street, City of Dover, County of Kent; and the name of the registered agent of the corporation in the State of Delaware is The Prentice-Hall Corporation System, Inc.

THIRD: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of stock which the corporation shall have authority to issue is Three Thousand (3,000), all of which are without par value. All such shares are of one class and are shares of Common Stock.

FIFTH: The name and the mailing address of the incorporator are as follows:

NAME**MAILING ADDRESS**

Geoffrey Etherington III	Edwards & Angell, 101 Federal Street 23rd Fl., Boston, Massachusetts 02110
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SIXTH: The corporation is to have perpetual existence.

SEVENTH: For the management of the business and for the conduct of the affairs of the corporation, and in further definition, limitation and regulation of the powers of the corporation and of its directors and of its stockholders or any class thereof, as the case may be, it is further provided:

1. The management of the business and the conduct of the affairs of the corporation shall be vested in its Board of Directors. The number of directors which shall constitute the whole Board of Directors shall be fixed by, or in the manner provided in, the By-Laws. The phrase "whole Board" and the phrase "total number of directors" shall be deemed to have the same meaning, to wit, the total number of directors which the corporation would have if there were no vacancies. No election of directors need be by written ballot.

2. After the original or other By-Laws of the corporation have been adopted, amended, or repealed, as the case may be, in accordance with the provisions of Section 109 of the General Corporation Law of the State of Delaware, and, after the corporation has received any payment for any of its stock, the power to adopt, amend, or repeal the By-Laws of the corporation may be exercised by the Board of Directors of the corporation; provided, however, that any provision for the classification of directors of the corporation for staggered terms pursuant to the provisions of subsection (d) of Section 141 of the General Corporation Law of the State of Delaware shall be set forth in an initial By-Law or in a By-Law adopted by the stockholders entitled to vote of the corporation unless provisions for such classification shall be set forth in this certificate of incorporation.

3. Whenever the corporation shall be authorized to issue only one class of stock, each outstanding share shall entitle the holder thereof to notice of, and the right to vote at, any meeting of stockholders. Whenever the corporation shall be authorized to issue more than one class of stock, no outstanding share of any class of stock which is denied voting power under the provisions of the certificate of incorporation shall entitle the holder thereof to the right to vote at any meeting of stockholders except as the provisions of paragraph (2) of subsection (b) of section 242 of the General Corporation Law of the State of Delaware shall otherwise require; provided, that no share of any such class which is otherwise denied voting power shall entitle the holder thereof to vote upon the increase or decrease in the number of authorized shares of said class.

EIGHTH: The personal liability of the directors of the corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of Section 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

NINTH: The corporation shall, to the fullest extent permitted by Section 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

TENTH: From time to time any of the provisions of this certificate of incorporation may be amended, altered or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the stockholders of the corporation by this certificate of incorporation are granted subject to the provisions of this Article TENTH.

Signed on August 2, 1988.



Geoffrey Etherington III
Incorporator

Articles of Incorporation
for
GTE Mobilnet of Indiana Incorporated

STATE OF INDIANA
OFFICE OF THE SECRETARY OF STATE

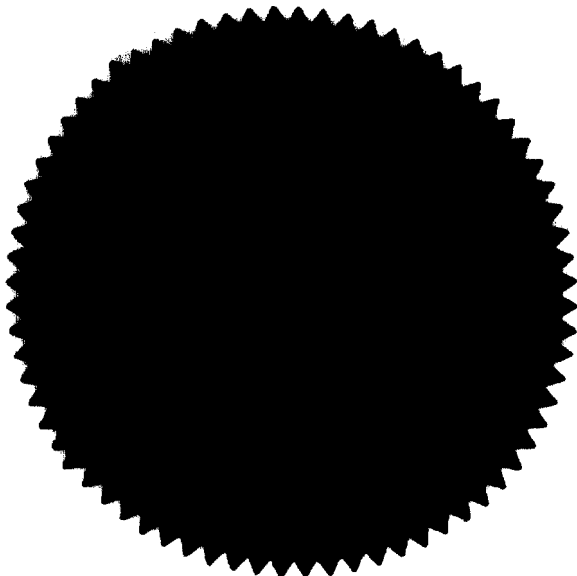
CERTIFICATE OF INCORPORATION
OF

Ex-426
(49)

GTE MOBILNET OF INDIANAPOLIS INCORPORATED

I, EDWIN J. SIMCOX, Secretary of State of Indiana, hereby certify that Articles of Incorporation of the above Corporation, in the form prescribed by my office, prepared and signed in duplicate by the incorporator(s), and acknowledged and verified by the same, have been presented to me at my office accompanied by the fees prescribed by law; that I have found such Articles conform to law; that I have endorsed my approval upon the duplicate copies of such Articles; that all fees have been paid as required by law; that one copy of such Articles has been filed in my office; and that the remaining copy of such Articles bearing the endorsement of my approval and filing has been returned by me to the incorporator(s) or his(their) representatives; all as prescribed by the provisions of the
INDIANA GENERAL CORPORATION ACT

....., as amended.
NOW, THEREFORE, I hereby issue to such Corporation this Certificate of Incorporation, and further certify that its corporate existence has begun.



In Witness Whereof, I have hereunto set my hand and affixed
the seal of the State of Indiana, at the City of Indianapolis,
this 13th day of
February 84
....., 19.....

EDWIN J. SIMCOX, Secretary of State

By.....
Deputy

PKE: Minimum fee for up to 1000 shares .. \$ 365.00

Fee for shares over 1,000 but less than 200,000

@ 2¢ per share + \$

Fee for shares over 200,000 but less than 1,000,000

@ 1¢ per share + \$

Fee for shares over 1,000,000

@ 0.2¢ per share + \$

Total Fee Due \$

APPROVED
AND
FILED
FEB 13 1984

Edwin J. Simcox
SECRETARY OF STATE OF INDIANA

Corporate Form No. 101 (Oct. 1981)—Page One

ARTICLES OF INCORPORATION

Edwin J. Simcox, Secretary of State of Indiana

Use White Paper—Size 8½ x 11—For Inserts

Filing Requirements—Present 2 originally signed and fully executed copies to Secretary of State, Room 155, State House, Indianapolis 46204

Recording Requirements—Recording of Articles of Incorporation in the Office of the County Recorder is no longer required by the Indiana General Corporation Act.

ARTICLES OF INCORPORATION OF

GTE Mobilnet of Indianapolis Incorporated

The undersigned incorporator or incorporators, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of:

(Indicate appropriate act)

☒ Indiana General Corporation Act

☐ Medical Professional Corporation Act

☐ Dental Professional Corporation Act

☐ Professional Corporation Act of 1965

☐ I.C. 23-1-13.5 (Professional Accounting Corporations)

pursuant to the Indiana General Corporation Act.

(Professional Accounting Corporations are considered to be formed pursuant to the authority of the Indiana General Corporation Act, but subject to the provisions of I.C. 23-1-13.5)

as amended (hereinafter referred to as the "Act"), execute the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation is GTE Mobilnet of Indianapolis Incorporated

(The name must contain the word "Corporation" or "Incorporated", or an abbreviation of one of these words.)

ARTICLE II

Purposes

The purposes for which the Corporation is formed are:

To provide cellular mobile radio service and to engage in any lawful act or activity for which corporations may be organized under the Indiana General Corporation Act.

ARTICLE III Period of Existence

The period during which the Corporation shall continue is perpetual
(perpetual or a stated period of time)

ARTICLE IV Resident Agent and Principal Office

Section 1. Resident Agent. The name and address of the Corporation's Resident Agent for service of process is Theodore Tingley 433 North Capital Avenue
(Name) (Number and Street or Building)
Indianapolis Indiana 46206
(City) (State) (Zip Code)

Section 2. Principal Office. The post office address of the principal office of the Corporation is 433 North Capital Ave, Indianapolis Indiana 46206
(Number and Street or Building) (City) (State) (Zip Code)

(The resident agent and principal office address must be located in Indiana.)

ARTICLE V Authorized Shares

Section 1. Number of Shares:

The total number of shares which the Corporation is to have authority to issue is 1000.

A. The number of authorized shares which the corporation designates as having par value is --
with a par value of \$ --.

B. The number of authorized shares which the corporation designates as without par value is 1000.

Section 2. Terms of Shares (if any): --

ARTICLE VI

Requirements Prior To Doing Business

The Corporation will not commence business until consideration of the value of at least \$1,000 (one thousand dollars) has been received for the issuance of shares.

ARTICLE VII

Director(s)

Section 1. Number of Directors: The initial Board of Directors is composed of three member(s). The number of directors may be from time to time fixed by the By-Laws of the Corporation at any number. In the absence of a By-Law fixing the number of directors, the number shall be three.

Section 2. Names and Post Office Addresses of the Director(s): The name(s) and post office address(es) of the initial Board of Director(s) of the Corporation is (are):

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
Donald D. Gall	One Stamford Forum	Stamford	Connecticut	06904
Timothy P. Murphy	One Stamford Forum	Stamford	Connecticut	06904
Bruce Carswell	One Stamford Forum	Stamford	Connecticut	06904

Section 3. Qualifications of Directors (if any): --

ARTICLE VIII **Incorporator(s)**

The name(s) and post office address(es) of the incorporator(s) of the Corporation is (are):

<u>Name</u>	<u>Number and Street or Building</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>
Marnia L. Robinson	One Stamford Forum	Stamford	Connecticut	06904

ARTICLE IX **Provisions for Regulation of Business** **and Conduct of Affairs of Corporation**

("Powers" of the Corporation, its directors or shareholders)
(Attach additional pages, if necessary)

See the Attached.

THIS DOCUMENT MUST BE SIGNED BY ALL INCORPORATORS.

I (We) hereby verify subject to penalties of perjury that the facts contained herein are true. (Notarization not necessary)

Marnia Robinson

(Written Signature)

Marnia L. Robinson

(Printed Signature)

(Written Signature)

(Printed Signature)

(Written Signature)

(Printed Signature)

This instrument was prepared by Marnia L. Robinson, Attorney at
(Name)

Law,	One Stamford Forum	Stamford	Connecticut	06904
	(Number and Street or Building)	(City)	(State)	(Zipcode)

ARTICLE IX

In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

- (a) To make, alter or repeal bylaws of the corporation;
- (b) To authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation;
- (c) To set apart out of any of the funds of the corporation available for dividends a reserve or reserves for any proper purpose and to abolish any such reserve in the manner in which it was created;
- (d) By a majority of the whole board, to designate one or more committees, each committee to consist of one or more of the directors of the corporation. The board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. The bylaws may provide that in the absence or disqualification of a

member of a committee, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the board of directors to act at the meeting in the place of such absent or disqualified member. Any such committee, to the extent provided in the resolution of the board of directors, or in the bylaws of the corporation, shall have and may exercise all the powers and authority of the board of directors in the management of the business and affairs of the corporation, and may authorize the seal of the corporation to be affixed to all papers that may require it; but no such committee shall have such power or authority in reference to amending the certificate of incorporation, adopting an agreement of merger or consolidation, recommending to the stockholders the sale, lease or exchange of all or substantially all of the corporation's property and assets, recommending to the stockholders a dissolution of the corporation or a revocation of a dissolution, or amending the bylaws of the corporation; and, unless a duly adopted board resolution or the bylaws expressly so provide, no such committee shall have the power

or authority to declare a dividend or to authorize the issuance of stock; and

(e) When and as authorized by the stockholders in accordance with the General Corporation Law of Delaware, to sell, lease or exchange all or substantially all of the property and assets of the corporation, including its good will and its corporate franchises, upon such terms and conditions and for such consideration, which consideration may consist in whole or in part of money or property including shares of stock in, and/or other securities of, any other corporation or corporations, as the board of directors shall deem expedient and in the best interest of the corporation.

1. Meetings of stockholders may be held within or without the State of Delaware, as the bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the bylaws of the corporation. Elections of directors need not be by written ballot unless the bylaws of the corporation shall so provide.

2. The corporation reserves the right to amend, alter, change or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

CONSENT TO USE OF NAME

GTE Mobilnet of Indianapolis Incorporated, a corporation organized under the laws of the State of Delaware, hereby gives its consent to the formation of a corporation under the name of GTE Mobilnet of Indianapolis in the State of Indiana.


IN WITNESS WHEREOF, GTE Mobilnet of Indianapolis Incorporated has caused this consent to be executed by its President and attested under its corporate seal by its Assistant Secretary, this 9th day of, February, 1984.

GTE MOBILNET OF INDIANAPOLIS
INCORPORATED

By:


Donald D. Gall

Attest:


Edward A. Fanelli
Assistant Secretary